The Chocolate Factory

Proposed Adaptive Reuse 150 Oakland Street Mansfield, Massachusetts



Presented By:



April 2014



Chocolate Factory LLC Contacts

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Presented to:

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I. History of the Lowney Chocolate Factory

The Lowney Chocolate Factory, located in Mansfield, Bristol County, Massachusetts—being sold by the Archer Daniels Midland Company (ADM)—has been making chocolate and chocolate-based products since 1903, when chocolate manufacturer Walter Lowney moved the Lowney Chocolate Company from Boston to Mansfield, Massachusetts.



The Lowney Chocolate Company, Mansfield, MA (c.1903)

Lowney Chocolates passed through a series of owners and in 1997 was bought by ADM Cocoa, a division of agribusiness giant Archer Daniels Midland Co. Today, ADM Cocoa is among the world's largest cocoa and chocolate manufacturers and grinds about 15 percent of the world's cocoa crops.

The Archer Daniels Midland Company (ADM) produces fine chocolates in Belgium, Germany, England, Canada and the United States, including, until 2009, Mansfield, Massachusetts.

Lowney was attracted to Mansfield by inexpensive (compared to Boston) available land and proximity to the railroad. Mr. Lowney became a legendary local commercial and civic figure in Mansfield, donating land to worthy use, underwriting Mansfield's water and sewer system and building the Tavern Hotel—a popular resort and business hotel and restaurant of the early twentieth century.

II. Development Approval and Fiscal Impact

The Chocolate Factory LLC (the "Developer") is seeking Mansfield Town Meeting approval to apply the Town's proposed Zoning By-Law amendment, "Section 3.7.3, Adaptive Reuse of Historic Structures" to 150 Oakland Street (a/k/a the ADM Cocoa Factory), a site containing approximately 240,000 square feet of buildings and 14.2 acres of land.

The Chocolate Factory (the proposal), is located within a mile of the Mansfield Commuter Rail Station and is proposed as 130 market-rate studio, one and two-bedroom 'loft' style rental units (except where mandated as 'affordable' by the Town of Mansfield), and approximately 35,000 of commercial/industrial space.

The proposed Zoning By-Law, "Adaptive Reuse of Historic Structures", if adopted by the Town of Mansfield, would allow for "the reuse of vacant or underutilized non-residential buildings in any zoning district for purposes other than those for which they were originally designed and built."

The Developer seeks to identify the key long-term fiscal factors and findings associated with the proposed Chocolate Factory project ("the Project") and to provide the Town of Mansfield a clear understanding of the project's short, medium and long term beneficial financial implications.



As the Developer continues to compile information for the 'cost-benefit' analysis of the project, this presentation to the Town of Mansfield Board of Selectmen, the Finance Committee and the School Committee attempts to provide an overview of 'areas of impact' fundamental to assessment of fiscal consequences of the development and adaptive reuse 150 Oakland Street:

 Public Schools: for purposes of calculating the fiscal impact of the net increase of enrolled students the Chocolate Factory Project would add to the Mansfield Public School System—and the aggregate financial cost of those students to the Town of Mansfield's education budget— Chocolate Factory LLC will look at a cost of for a range of between twelve to twenty-seven new students (12 – 27).

As noted, The Developer proposes 130 rental units (approximately 115 market-rate and 15 'affordable' units). We assume that some percentage of the two bedroom apartments will include school-aged children. The rental demographic of Abbot Mills in Westford, Massachusetts, for example (http://abbotmill.com/), suggests that up to fifty percent (50%) of the two bedroom apartments will potentially have school-aged children. At Abbot Mills, forty percent (40%) of those students were already enrolled in the Westford School system (i.e. moved from another Westford location).

Chocolate Factory LLC Proposed Unit Breakdown:

- o Five (5) studios
- Seventy (70) one bedroom
- o Fifty-five (55) two bedrooms

Specifically, we will calculate the actual dollar fiscal impact of a 'low' of twelve students and a 'high' of twenty-seven students based on *required local contribution*, or the cost per student derived from Mansfield-based revenue only (excluding state-based Chapter 70 educational aid).

According to the Massachusetts Department of Education, in Fiscal Year 2013 (FY 2013), the Town of Mansfield expended a total of \$12,100.79 per pupil (see below in MDESE "Total Expenditure Per Pupil")--\$8229.79 came from Mansfield-based revenue and \$3,871.00 came from Chapter 70 aid.

- A net increase of twelve (12) students would add **\$98,757.48** to the Mansfield Public School Budget.
- A net increase of twenty-seven (27) students would add <u>\$222,204.33</u> to the Mansfield Public School Budget.

Mansfield Public School enrollment has declined by 5.8% since FY 2012.



Massachusetts Department of Elementary and Secondary Education Total Expenditure Per Pupil, All Funds, By Function, FY13

MANSFIELD

F15.0

319 of 324 districts reporting

| In-District FTE Average Membership = 4,439.1 Out-of-District FTE Average Membership = 193.7 Total FTE Average Membership = 4,632.8 | general fund appropriations | grants, revolving and other funds | total expenditures all funds | function as percentage of total | expend- iture per pupil | state average per pupil |
|------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|-----------------------------------------|------------------------------------|---------------------------------------|-------------------------------|-------------------------------|
| Administration | 977,028 | 195,772 | 1,172,800 | 2.09 | 264.20 | 482.10 |
| Instructional Leadership | 3,510,721 | 163,273 | 3,673,994 | 6.55 | 827.64 | 878.51 |
| Classroom and Specialist Teachers | 21,318,075 | 760,139 | 22,078,214 | 39.38 | 4,973.58 | 5,287.36 |
| Other Teaching Services | 3,277,340 | 1,097,709 | 4,375,049 | 7.80 | 985.57 | 1,084.86 |
| Professional Development | 1,133,416 | 30,028 | 1,163,444 | 2.08 | 262.09 | 224.88 |
| Instructional Materials, Equipment and Technology | 953,155 | 43,081 | 996,236 | 1.78 | 224.42 | 410.28 |
| Guidance, Counseling and Testing | 1,598,062 | 30,142 | 1,628,204 | 2.90 | 366.79 | 402.53 |
| Pupil Services | 3,260,374 | 1,679,123 | 4,939,497 | 8.81 | 1,112.72 | 1,296.64 |
| Operations and Maintenance | 3,033,557 | 558,832 | 3,592,389 | 6.41 | 809.26 | 1,061.04 |
| Insurance, Retirement Programs and Other | 8,474,783 | 20,983 | 8,495,766 | 15.15 | 1,913.85 | 2,360.06 |
| Expenditures Within The District | 47,536,511 | 4,579,082 | 52,115,593 | • | 11,740 | 13,488 |
| Expenditures Outside the District | 3,185,791 | 759,135 | 3,944,926 | 7.04 | 20,366.16 | 21,378.71 |
| TOTAL EXPENDITURES | 50,722,302 | 5,338,217 | 56,060,519 | 100.00 | 12,100.79 | 13,999.20 |

Massachusetts Department of Elementary and Secondary Education

Chapter 70 Trends

167 MANSFIELD

| M7 - MANSPELO | • | | | | Required | | | Required | | Actual | | Dollars | Percent |
|---------------|------------|------|------------|------|------------|------------|------|-------------------|-----|--------------|-----|-------------|---------|
| | Foundation | Pet | Foundation | Pet | Local Con- | Chapter 70 | Pot | Net School | Pet | Net School | Pet | Over/Under | Overf |
| 167 Ent | Enrollment | Chg | Budget | Chg | tribution | Aid | Chg | Spending (NSS) | Chg | Spending | Chg | Requirement | Under |
| er a | 4,628 | 3.0 | 32,268,731 | 6.6 | 21,713,570 | 10,555,161 | 9.6 | 32,268,731 | 6.6 | 34,757,758 | 3.4 | 2,489,027 | 7.7 |
| FY06 | 4,715 | 1.9 | 34,070,637 | 5.6 | 22,637,801 | 11,432,836 | 8.3 | 34,070,637 | 5.6 | 35,821,053 | 3.1 | 1,750,416 | 5.1 |
| FY07 | 4,809 | 2.0 | 37,066,064 | 8.8 | 23,186,796 | 13,879,268 | 21.4 | 37,066,064 | 8.8 | 38,039,507 | 6.2 | 973,443 | 2.6 |
| FY08 | 4,838 | 0.6 | 38,933,172 | 5.0 | 23,627,132 | 15,306,040 | 10.3 | 38,933,172 | 5.0 | 39,777,317 | 4.6 | 844,145 | 2.2 |
| FY09 | 4,841 | 0.1 | 41,292,179 | 6.1 | 24,028,768 | 15,447,917 | 0.9 | 39,476,685 | 1.4 | 40,950,779 | 3.0 | 1,474,094 | 3.7 |
| FY10 | 4,862 | 0.4 | 43,173,221 | 4.6 | 24,399,237 | 16,918,143 | 9.5 | 41,317,380 | 4.7 | 41,652,161 | 1.7 | 334,781 | 8.0 |
| FY11 | 4,874 | 0.2 | 42,531,300 | -1.5 | 24,405,336 | 17,778,173 | 5.1 | 42,183,509 | 2.1 | 42,296,065 | 1.5 | 112,556 | 0.3 |
| FY12 | 4,800 | -1.5 | 42,752,257 | 0.5 | 25,008,185 | 17,873,614 | 0.5 | 42,881,799 | 1.7 | 44,152,262 | 4.4 | 1,270,463 | 3.0 |
| FY13 | 4,665 | -2.8 | 43,053,921 | 0.7 | 25,772,728 | 18,060,214 | 1.0 | 43,832,942 | 2.2 | 46,682,335 | 5.7 | 2,849,393 | 6.5 |
| FY14 | 4,593 | -1.5 | 43,496,374 | 1.0 | 26,613,090 | 18,175,039 | 0.6 | 44,788,129 | 2.2 | 48,859,385 * | 4.7 | 4,071,256 | 9.1 |

| | Dollars Per Foundation En | rollment | Per | centage of Foundation | | | Chapter 70 |
|------|---------------------------|----------|--------|-----------------------|----------|--------|------------|
| | Foundation | Ch 70 | Actual | | Required | Actual | Percent of |
| | Budget | Aid | NSS | Ch 70 | NSS | NSS | Actual NSS |
| FY93 | 5,320 | 489 | 5,251 | 9.2 | 98.7 | 98.7 | 9.3 |
| FY94 | 5,299 | 511 | 5,298 | 9.6 | 97.0 | 100.0 | 9.6 |
| FY95 | 5,465 | 708 | 5,326 | 13.0 | 91.0 | 97.5 | 13.3 |
| FY96 | 5,597 | 906 | 5,391 | 16.2 | 92.6 | 96.3 | 16.8 |
| FY97 | 5,712 | 1,149 | 5,685 | 20.1 | 94.5 | 99.5 | 20.2 |
| FY98 | 5,917 | 1,421 | 5,804 | 24.0 | 96.9 | 98.1 | 24.5 |
| FY99 | 6,038 | 1,604 | 6,127 | 26.6 | 99.8 | 101.5 | 26.2 |
| FY00 | 6,019 | 1,772 | 6,429 | 29.5 | 101.4 | 106.8 | 27.6 |
| FY01 | 6,231 | 1,891 | 6,787 | 30.3 | 100.3 | 108.9 | 27.9 |
| FY02 | 6,500 | 2,101 | 7,117 | 32.3 | 101.4 | 109.5 | 29.5 |
| FY03 | 6,634 | 2,194 | 7,019 | 33.1 | 100.0 | 105.8 | 31.3 |
| FY04 | 6,739 | 2,143 | 7,484 | 31.8 | 100.0 | 111.1 | 28.6 |
| FY05 | 6,973 | 2,281 | 7,510 | 32.7 | 100.0 | 107.7 | 30.4 |
| FY06 | 7,226 | 2,425 | 7,597 | 33.6 | 100.0 | 105.1 | 31.9 |
| FY07 | 7,708 | 2,886 | 7,910 | 37.4 | 100.0 | 102.6 | 36.5 |
| FY08 | 8,047 | 3,164 | 8,222 | 39.3 | 100.0 | 102.2 | 38.5 |
| FY09 | 8,530 | 3,191 | 8,459 | 37.4 | 95.6 | 99.2 | 37.7 |
| FY10 | 8,880 | 3,480 | 8,567 | 39.2 | 95.7 | 96.5 | 40.6 |
| FY11 | 8,726 | 3,648 | 8,678 | 41.8 | 99.2 | 99.4 | 42.0 |
| FY12 | 8,907 | 3,724 | 9,198 | 41.8 | 100.3 | 103.3 | 40.5 |
| FY13 | 9,229 | 3,871 | 10,007 | 41.9 | 101.8 | 108.4 | 38.7 |
| FY14 | 9,470 | 3,957 | 10,638 | 41.8 | 103.0 | 112.3 | 37.2 |

^{*} Budgeted



- 2. General Service Costs (Public Safety): estimate for the demand for Mansfield Public Safety services, specifically police, fire and ambulance and public safety support departments. We assume an average of two (2) people per dwelling or 260 residents total. At a per capita cost for all Mansfield public safety services of \$513.74, we project a total potential cost of \$133,573 (\$513.75 X 260 residents).
- 3. **Employment:** estimate for construction jobs during development (general contractor Tocci Building Corporation estimates **200 jobs**); management-related positions once property is in service; estimate for number of jobs created by the lease-up of approximately 35,000 sq. ft. of commercial (possibly industrial) space.
- 4. Tax and Fee Revenue: estimate of property and excise tax revenue produced by the property. Projected property taxes of Project (as stabilized), based on 92% (approximate assessed value), and derived by the income method of fair market value, calculated from the relationship of Net Operating Income and a capitalization multiplier. For purpose of calculation of potential property tax we employ a range of capitalization multipliers: 7.5% cap rate; 8.5% cap rate; and a 9.5% cap rate. Applying the Mansfield residential tax rate of \$14.89 per thousand dollars of assessed value (the lower of the two tax rates—residential and commercial—and a more 'conservative' approach to projecting property tax revenue); we project a range of possible property tax revenue from the Chocolate Factory.

Projected over a nine year period:

| | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | | Year 6 | Year 7 | Year 8 | Year 9 | Year 10 |
|---------------------|--------|------------------|------------------|------------------|--------------|---|------------------|------------------|------------------|------------------|--------------|
| | | | | | | | | | | | |
| 7.50% | | \$ 31,272,128 | \$ 37,165,721 | \$ 38,280,693 | \$39,429,113 | | \$ 40,611,987 | \$ 41,830,346 | \$ 43,085,257 | \$ 44,377,815 | \$45,709,149 |
| Property Tax/Incom | e | \$ 465,642 | \$ 553,398 | \$ 570,000 | \$ 587,099 | # | \$ 604,712 | \$ 622,854 | \$ 641,539 | \$ 660,786 | \$ 680,609 |
| 8.50% | | \$ 27,593,054 | \$ 37,165,721 | \$ 38,280,693 | \$39,429,113 | | \$ 40,611,987 | \$ 41,830,346 | \$ 43,085,257 | \$ 44,377,815 | \$45,709,149 |
| Property Tax/Incom | e | \$ 410,861 | \$ 553,398 | \$ 570,000 | \$ 587,099 | # | \$ 604,712 | \$ 622,854 | \$ 641,539 | \$ 660,786 | \$ 680,609 |
| 9.50% | | \$ 24,688,522 | \$ 37,165,721 | \$ 38,280,693 | \$39,429,113 | | \$ 40,611,987 | \$ 41,830,346 | \$ 43,085,257 | \$ 44,377,815 | \$45,709,149 |
| Property Tax/Income | • | \$ 367,612 | \$ 553,398 | \$ 570,000 | \$ 587,099 | # | \$ 604,712 | \$ 622,854 | \$ 641,539 | \$ 660,786 | \$ 680,609 |

- 5. **(Vehicle) Excise Tax:** based on the net increase of newly registered vehicles in Mansfield by Project residents. Difficult to assess, but for purposes of discussion, we assume one vehicle per unit (130 vehicles), with an average value of \$10,000 per vehicle. While hardly scientific, we think this basis for excise tax calculation provides a general idea of potential excise tax revenue to the Town of Mansfield. In total, we calculate **\$32,500** in vehicle excise tax revenue generated by the proposed project.
- 6. **Town-based Fees**: After a discussion with the Town Clerk's Office, it is projected that each 'household' might spend—on average--\$20.00 per year in Mansfield 'Service Fees', including, but not limited to:
 - Marriage licenses
 - Birth, marriages, death certificates
 - Dog licenses
 - Parking, Mansfield Green, & compost licenses
 - Mansfield resident stickers
 - Business certificates
 - Street list books
 - Vital records



Accordingly, we assign \$20.00 per each of the proposed 130 units, or \$260.00 per year in total.

- 7. **Traffic and Parking:** impact of residential and commercial traffic use by the Project as stabilized. Including, for example, impact on commuter rail station parking. The developer has not yet commissioned a formal traffic and parking study for the proposed project, but will provide generalized observations on the possible influence and outcome on traffic and parking issues related to the Project.
- 8. **Economic Impact**: impact on local economy from the net increase in residential and commercial tenants. While it may be difficult to calculate the precise economic impact on the local (i.e. Mansfield) economy without more exhaustive study, we make available anecdotal causality based on the following per capita expenditure in the local economy of the projected 260 residents of the Chocolate Factory:
 - \$2,000 per year: **\$520,000 into the local economy** (\$38.46 per week).
 - \$4,000 per year: **\$1,040,000** into the local economy (\$76.92 per week).
 - \$8,000 per year: **\$2,080,000** into the local economy (\$153.85 per week).
- 9. **Electric Utility Use:** when stabilized, the Chocolate Factory (residential and commercial use) may be one of the Mansfield Municipal Electric Department's larger customers.

III. Summary of Findings

- The Chocolate Factory will generate an annual revenue stream of approximately a range between \$400,372 to \$498,402 (potential property tax plus excise tax plus estimated town fees at current dollars) at stabilization and have an estimated annual municipal service cost (school and public safety) between of \$232,330 (assuming a net of twelve (12) additional students in the Mansfield Public School System) and \$355,777 (assuming a net of twenty-seven (27) additional students in the Mansfield Public School System).
- The Chocolate Factory will generate a net <u>annual fiscal benefit of between \$44,595 and \$266,072</u> (current dollars) at stabilization.
- The Chocolate Factory will generate approximately \$400,000 in building permit(s) and related fees (at \$15.00 per \$1,000 of hard construction costs). The fees will be paid upon receiving building permits.
- The Chocolate Factory residents and commercial tenants will contribute approximately \$1,000,000+ per year to the local Mansfield economy (at approximately \$1,000 per resident and commercial tenant).
- The Chocolate Factory project will provide 200 construction jobs during the approximate 14 months of development. Numerous local businesses will benefit from



the approximately \$39,000,000 development (\$28,000,000 in direct construction costs).

• The Chocolate Factory will provide for approximately 50-100 permanent jobs after project stabilization.

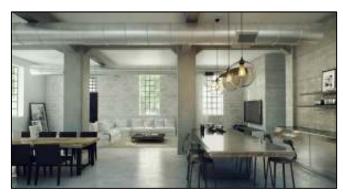
IV. The Chocolate Factory Development Plan

Chocolate Factory LLC is under agreement to purchase the ADM Cocoa Factory, located at 150 Oakland Street in Mansfield, Massachusetts for the purpose of developing the property into (approximately) one hundred and thirty (130) market-rate loft apartments, commercial and retail space and 'low-impact' industrial use.

Purchase price for buildings and the land (14.2+ acres) is \$3,100,000.

The Developer will arrange for full project financing and provide design, construction, marketing and management services to develop the project.

Full project costs (acquisition, hard, soft and financing) are approximately \$37,000,000.



The Chocolate Factory: 'Home Sweet Home'

The following financial components will constitute full project financing for the Chocolate Factory: investor/developer equity; construction and permanent (loan) financing; Federal and MA State Historic Tax Credits, and Transit-oriented development financial incentives as available to the project.

The financing and pre-development activities will require at least nine (9) months to complete.

Pre-development activities:

- 1) Obtain full commercial financing of approximately \$21MM+.
- 2) Obtain Federal and MA State Historic Tax Credits worth approximately \$12MM.
- 3) Coordinate all permitting and approvals, financing, design, economic incentives, construction, marketing and management activities.
- 4) Obtain other economic incentives available to project.

V. Pre-Development Budget

Third Party

| | Pre-Development Budget/The Choco | late Factory |
|-----------------------|----------------------------------|-----------------------------------------|
| Item | Cost | Notes |
| Reports & Processing: | \$150,000 | Appraisal, Market Study, Phase I |
| | | Construction Cost Povious and Plans and |



Specs Review, Environmental.

| Historic Consultant | \$40,000 | Based on cost to prepare Part I and Part II MHC application and placing property on the National Register of Historic Places. |
|-----------------------------------------------|----------------------|-------------------------------------------------------------------------------------------------------------------------------------|
| Marketing Planning/Website | \$30,000 | Pre-Development marketing and planning. |
| Development & Operations | \$100,000 | Overall oversight and coordination/ development/approvals and Permitting. |
| Design & Engineering | \$150,000 | Architectural design and civil, structural, environmental and MEP for financing and permitting. |
| Building Permit(s) | 425,000 | Town of Mansfield/\$15.00 per \$1,000 construction costs. |
| Legal Accounting | \$50,000 \$35,000 | Contract and Closing. Organizational and HTC's, etc. |
| Acquisition; Pre-Construction and Contingency | \$475,000 | Purchase & Sale |
| TOTAL PRE-DEVELOPMENT BUDGET | \$1,500,000 | |

VI. Financial Assumptions

Chocolate Factory LLC will obtain full project financing through a commercial loan for market-rate multifamily housing. The Developer has made initial financial assumptions based on early-stage assessment of local rental and commercial markets (income), an estimate of acquisition, hard construction, financing and administrative costs of developing the project.

Chocolate Factory LLC makes the following financial assumptions:

- 1. Total project costs are approximately \$175.00/square foot (including acquisition)
- 2. Hard construction costs are approximately \$135.00/square foot
- 3. Loan amount of approximately \$20,675,000
- 4. Equity required is approximately \$4,000,000+

| | TOTAL PROJECT COSTS | \$ 175.43 | \$ 37,015,000 | \$ 175.43 |
|------------------------------|-------------------------------|--------------|------------------|--------------|
| | TOTAL HARD CONSTRUCTION COSTS | \$ 133.74 | , i | |
| | | | | |
| | Sources & Uses | | | |
| | | | | |
| Sources | | | | |
| Commercial Loan | | 55.86% | \$20,675,000 | \$ 97.99 |
| Federal HTC | | 18.00% | \$6,662,700 | \$ 31.58 |
| MA State Historic Tax Credit | | 15.30% | \$5,663,295 | \$ 26.84 |
| Other Economic Incentives | | 0.00% | \$0 | |
| Sub-Total | | | \$33,000,995 | \$ 156.40 |
| Equity Required | | 10.84% | \$4,014,005 | \$ 19.02 |
| TOTAL SOURCES | | | \$37,015,000 | \$ 175.43 |

Detail from Chocolate Factory Project Costs Pro-Forma



I. Development Team

Russell G. Barnaby is a real estate developer and Managing Partner of the Chocolate Factory LLC. Mr. Barnaby with more than 25 years of progressive experience in real estate acquisition and development working for innovative companies such as Boston Capital Ventures, Conservation



Corre Corre Bay Resort, St. Eustatius, W.I.

Tourism, Ltd., Grabowski and Poort N.V. and State Financial Services. As an entrepreneur, he specialized in turn around and start-up ventures such as Wiltshire Holdings LLC, Simplicity International, Ltd. And Nature Capital Ltd., Mr. Barnaby has extensive experience in financial oversight and reporting; fundraising equity and debt capital for development and corporate expansion; investor relations; operations and strategic planning. He has achieved success at the highest levels of management and ownership in competitive enterprises.

Bob Palmer is Partner in the Chocolate Factory LLC an inspired media and marketing professional with twenty years of real estate development experience, real estate investment, development, and design and asset management. Mr. Palmer is a property owner in several communities, including Taunton, MA.

He brings understanding of permitting and approvals processes in the local community. His professional skills include all facets of the holistic marketing concept, from design and conception to branding and implementing strategic plans. Palmer has demonstrated success the development of high-end residential projects, restaurants and night clubs. He continues to combine development and marketing competencies in adaptive re-use projects, creating and communicating value to targeted audiences through traditional and emerging Medias.



Strathmore Building, Brockton, MA

BKA Architects, Inc. was founded in 1974 when president and founder, Barry Koretz launched the company in his hometown

of Brockton, Massachusetts. Since then, the firm has grown into a vibrant, award-winning firm with over 40 young professionals working in a contemporary space. The firm's success is the product of a commitment to business diversity. The BKA portfolio has always been expansive. From the beginning, BKA sought experience in several market sectors and continue to work with a wide range of clients. The company remains committed to increasing our market share by investing in our knowledgebase. As the architectural profession leads the world to greener pastures, BKA recognizes the opportunities available to firms on the fast track of sustainable architecture.

Tocci Building Companies, headquartered in Woburn, MA, has been constructing buildings throughout the Northeast for nearly a century. Our experience informs our three core offerings for clients within the built environment. Our innovative process delivers value for clients, regardless of service or delivery method. Since starting 1922, we've learned a thing or two about construction technology, delivery methods, and the expectations of other key stakeholders — owners, architects, and subcontractors. Regardless of delivery method, Tocci consistently delivers projects using Virtual Design and Construction (VDC).

THE CHOC LATE FACTORY

In 2008, Tocci built the first IPD project in the Northeast; since then, we've developed more IPD expertise and experience than any builder in the Northeast. IPD is a new contract form and design/construction process that enables all parties to work together in the spirit of cooperation, collaboration and mutual respect for the benefit of the project. Opportunities to succeed are directly tied to the performance of other project participants through shared risk and reward. A key feature of IPD is early and ongoing collaboration by everyone on the extended design



Capital Cove, Johnson & Wales University, Providence, RI

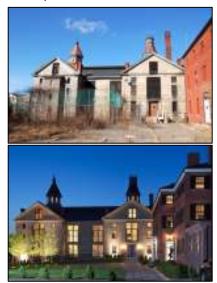
team – both in person and by using the digital model. Although members work together collaboratively, each is an independent contractor, individually responsible for directing and managing its own work within its area of responsibility and expertise.

Epsilon Associates' historic preservation team are respected and trusted professionals in the historic

preservation field. Having all previously worked at the Massachusetts Historical Commission/State historic Preservation Office, Epsilon's senior level historic preservation staff have a unique understanding of preservation standards, regulatory requirements, and agency expectations.

We provide clients with the insight and guidance needed to secure project approvals and clearances from local, state, and federal agencies; including State Historic Preservation Offices; the National Park Service; and local historic district commissions. We work closely with project proponents and their team members, including attorneys, architects, engineers, and designers to provide strategic regulatory advice to ensure thorough and prompt approvals for a diverse mix of real estate and infrastructure projects involving historic resources

HallKeen Real Estate Services and Investment is a diversified real estate company based in Norwood, Massachusetts. Our prime focus is the acquisition, development and management of affordable,

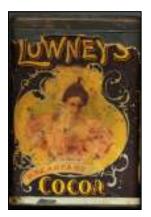


Epsilon Associates: Salem Jail Complex
Before and After

conventional, and mixed income housing; we also provide a broad range of commercial management services to our clients and the properties we own. HallKeen's management skills are at the core of our business. In early 1991 three leading Boston area real estate professionals, Mr. John Hall, the late Mr. Robert Kuehn and Mr. Denison Hall formed a joint venture to acquire McNeil Management Inc., a company with over 20 years of experience managing affordable housing. HallKeen built upon the McNeil base in the 1990's and has now established a strong reputation for effectively managing and responsibly owning affordable housing and commercial real estate.

THECHOCOLATEFACTORY

Jeffrey P. Sanders is an attorney at the Percy Law Group in Taunton, Massachusetts. Mr. Sanders was born in Worcester, Massachusetts. He is married to Lynn, has two children William and Teddy, and resides in Mattapoisett, Massachusetts. He is a graduate of the University of Maryland and a cum laude graduate of Suffolk University Law School. His practice focuses on real estate and business matters of all varieties and levels of complexity. Prior to law school, Mr. Sanders completed an internship with the White House Internship Program working in the Office of the Vice President of the United States. Mr. Sanders is on the Board of Directors of the South Coast Business Alliance, the Treasurer of the New Bedford Half Marathon Race Committee and Secretary of the New Bedford Port Society. Mr. Sanders is also a member of the



Lowney's Cocoa (1910)

South Coast Chapter of BNI, the Friendly Sons of St. Patrick of New Bedford and the New Bedford Chamber of Commerce.

Mr. Sanders' areas of practice include real estate law, business & commercial law, banking & finance law, business corporate counsel, construction law, estate planning and probate of estates.